

BY-LAWS  
ESCAMBIA BAY HOMEBREWERS  
Pensacola, FL

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The following is the complete By-Laws of the Escambia Bay Homebrewers.

**ARTICLE I: PURPOSE**

**Section 1: Identity.**

- These are the By-Laws of the Escambia Bay Homebrewers Club, hereafter "EBH" and "club" an organization for-profit, organized and existing in the State of Florida.

**Section 2: Purpose.**

- The Escambia Bay Homebrew Club was founded in the Spring of 1985.
- The club's mission is to further educate ourselves in the art of making fine adult beverages and to share the art of making these beverages with others that are interested in learning.
- We also strive to engender an appreciation of fine micro brewed and imported beers, wines and adult beverages among those of us who make them.

**Section 3: Goals.**

- Promote the responsible use of alcoholic beverages.
- Engage in enjoyable social activities focused on home brewing as a common foundation.
- Learn about beer, beer tasting, beer styles, beer judging, and brewing techniques based on shared knowledge and experience.
- Promote the hobby and enjoyment of home brewing.
- Drink better beer.

**Section 4: Motto.**

- The motto of the EBH shall be "Brew It, Drink It"

## **ARTICLE II: MEMBERSHIP**

### **Section 1: Hold Harmless.**

- Responsibility for Actions Each member's participation in the EBH is strictly voluntary.
- Each member realizes that participation in EBH activities may involve the consumption of alcoholic beverages, which is optional and may affect perception and reactions.
- All members shall be responsible for the conduct and actions of their guests.
- Each member and guests of members accepts sole responsibility and all liability for their conduct behavior and actions and agrees to indemnify and hold harmless the EBH, its officers and its members from any and all claims or liability whatsoever resulting from actions of EBH, its members and guests of members.
- Through membership in the EBH, each member agrees to and is bound by these By-Laws.

### **Section 2: Eligibility.**

- Any individual interested in learning how to homebrew adult beverages or who already brews those beverages and is of legal age to consume alcoholic beverages in the State of Florida, may join EBH.
- The membership year for the EBH shall be for the twelve-(12) month period starting January 1 and ending December 31 of each year.
- New membership requires a \$50 payment for the first year's annual dues AND work the annual EBH Emerald Coast Beer Festival.
- A member in good standing is expected to be involved in the activities of the EBH Club. First and foremost, members are expected to sell five (5) tickets AND work at the annual EBH Emerald Coast Beer Festival.
- Members are not required to brew beer or wine, but are expected to foster the club goals, and participate and assist in the activities of the EBH.

### **Section 3: Acceptance and Membership Year.**

- The criterion for membership is submission of a written application to the treasurer of EBH and its approval by the club's officers, plus the payment of annual dues.
- Members are not required to brew beer or wine, but are expected to foster the club goals, and participate and assist in the activities of the EBH.
- The membership year for the EBH shall be for the twelve-(12) month period starting January 1 of each year.

### **Section 4: Club Guests.**

- Members are encouraged to bring guests to club functions and outings as potential club members.
- They are welcomed to share in these unique opportunities to gain insight and enjoy the fellowship of the EBH club.
- After a guest attends four (4) events they will be invited formally by the board to apply for membership.

### **Section 5: Suspension and Expulsion for Cause.**

- Any member may be suspended or expelled from membership upon a showing of willful disregard of these By-Laws or other actions detrimental to the EBH in any way, as determined by a majority vote of the club officers.
- The charges against the member will be considered at a meeting of the club officers.
- The member will be notified by certified mail of the charges and the date, time, and place the meeting will be held.
- The member may appear and respond to the charges.
- The decision of the club officers shall be final. The remainder of the member's annual dues will be forfeited if expelled from EBH.

### **Section 6: Reinstatement.**

- A suspended or expelled member, or one who has resigned with disciplinary action pending, may be returned to full membership upon written application and with a two-thirds approval vote of the board of directors and payment of current dues.
- Vote will be by secret ballot and counted by the club secretary.

## **ARTICLE III: VOTING**

### **Section 1: Eligibility.**

- All EBH members who are in good standing are eligible to vote on issues brought forward at a general membership meeting, however only members in good standing as of the thirty-first day of August may vote in the election of officers or vote on proposed changes to the By-Laws at the November meeting.

### **Section 2: Items Subject to Vote.**

- Any issue, other than proposed by-law amendments and the election of officers, may be considered by the membership at a general meeting.
- The club officers must approve or disapprove voting on the issue.
- The issue will be considered at the next general meeting.
- The issue must be raised in the form of a motion and requires a second before being considered. Any issue considered and defeated by the majority of the members at the meeting may not be considered again for six (6) calendar months.

## **ARTICLE IV MEETINGS**

### **Section 1: Annual Meeting.**

- The Annual Meeting shall be the membership meeting in November of each year for the purpose of electing EBH officers and conducting other EBH business as it may occur. The EBH president may change club meeting dates for special circumstances.

### **Section 2: Winos Meetings.**

- The Winos meetings will occur during the first half of each month at the convenience of the host, not to interfere with any other stated meetings.

### **Section 3. Brewers Guild Meetings.**

- Brewers Guild meetings shall be held on the second Sunday of every month.

### **Section 4: General Meetings.**

- General meetings shall be held on the third Sunday of every month.

## **ARTICLE V: EBH OFFICERS**

### **Section 1: Officers.**

- The following positions make up the entirety of the EBH's officers and collectively make up the Club Officers of the EBH.
  - President
  - Vice President
  - Secretary
  - Treasurer

### **Section 2: Eligibility.**

- A member must have been an active member of EBH for the preceding three years and in good standing.

### **Section 3: Term.**

- The term for each officer shall be for 24 months starting with the first day of January in the year after elected.

### **Section 4: Election of Officers**

- Election of the EBH president shall be held at the EBH membership monthly meeting in November of each odd numbered year. All remaining officers will be elected at the EBH membership monthly meeting in November of each even numbered year.
- Nominations shall be made in writing, submitted to, and recorded by, the Board of Directors. Only current members may be nominated, or nominate another current member, for an EBH office. All nominations must be submitted before the end of the Regular meeting occurring in September of each even numbered year. A member nominated for multiple offices may only run for one club officer position.
- The nominee receiving the highest number of votes is elected to the office being elected
- Members in good standing may vote in absentia by contacting any board member prior to the day of voting.

### **Section 5: Duties of Officers.**

- President:
  - Will preside at all meetings of the general membership and Board of Directors.
  - Shall coordinate the time and place for the officer's Board meetings.
  - Shall be the chief spokesperson for the EBH and shall oversee all activities of the EBH.

- Shall recommend, vote on and implement EBH policy.
- Shall recommend direction of the EBH to the Board of Directors and general membership.
- Shall act as a liaison between the EBH and community.
  
- Vice President:
  - Shall work with the President to recommend, determine and implement policy decisions.
  - Work under the direction of the President to promote the good image and works of the EBH.
  - Preside over meetings the president cannot attend.
  - Manage the Brewer's Guild meetings.
  
- Secretary:
  - Shall keep and maintain all correspondence including copies of correspondence of an official nature by any member.
  - Shall provide support to Vice-President to promote good communications within the EBH.
  - Shall serve as proofreader of all printed communication as requested by the club officers and Board of Directors.
  - Shall generate and disseminate the by-monthly club newsletter to be posted on the club website.
  - Shall maintain the club calendar.
  - Shall correspond with outside parties at the request of the Board of Directors.
  
- Treasurer:
  - Shall be responsible for the disbursement of all monies of the EBH and shall keep a record of all such disbursements.
  - All disbursements shall be at the direction of and approval by the club officers.
  - Shall present for approval an estimated operations expense budget to the Board of Directors during the month of December.
  - The approved calendar year operating expense budget shall authorize the expenditure of funds covered in the budget. Disbursements in excess of five hundred dollars (\$500.00) of non-budgeted items shall require the prior approval of at least four (4) Club Officers.
  - Will advise the Board of Directors of methods for improving EBH financial management; shall maintain the financial records of the EBH including bank account balances; and shall make all information available to the Club Officers.
  - Financial records will be made available to the Board of Directors upon request.
  - Advertises due date and collects the annual membership dues, and other club income.
  - Files appropriate taxes for the club.
  - Provides the club officers a quarterly expense report.

### **Section 6: Removal from Office.**

- Any officer of the EBH may be removed from office by a vote of three fourths of a quorum of Board of Directors for any malfeasance, dereliction of duties as determined by the Board of Directors, or misappropriation of EBH funds.
- The officer shall be notified by certified mail of the charges against him or her and may respond to the charges at a Board of Directors meeting, or a special meeting called to consider the issue of removal.

### **Section 7: Vacancy of Office.**

- Upon an office becoming vacant by the resignation or removal of an officer, the remaining officers shall elect a person to take the responsibility of the office and serve the remainder of the term.

## **ARTICLE VI EBH BOARD OF DIRECTORS**

### **Section 1. Board Members.**

- The following make up the entirety of the EBH's Board of Directors.
  - One (1) chairman appointed from the club membership by the club officers,
  - The four (4) elected officers, and
  - Four (4) members appointed from the club membership by the club officers.

### **Section 2. Eligibility.**

- A member must have been an active member of EBH for the preceding three years and is in good standing.

### **Section 3. Term.**

- The term for each board member shall be for 12 months starting with the first day of January in the year after election or appointment.

### **Section 5. Duties.**

- The board members are to ensure the EBH club operates in a manner which is consistent with its goals and operates in a financially sound manner. The board's duties are outlined throughout this document.

## **ARTICLE VII: COMMITTEES**

### **Section 1. Standing Committees.**

- The following are the standing committees of the EBH club:
  - Emerald Coast Beer Festival
  - Christmas Committee

### **Section 2. Creation of Committees.**

- Committees are created and dissolved by the Club Officers. The officers also appoint committee chairpersons.

## **ARTICLE VIII: FISCAL YEAR**

### **Section 1. Fiscal Year.**

- The fiscal year shall be from January 1 through December 31 of each year.

## **ARTICLE IX ANNUAL DUES**

### **Section 1. Membership Dues.**

- All new members are required to pay a \$50 initiation fee to cover their initial membership to the end of the current membership year.
- The Emerald Coast Beer Festival (ECBF) is an integral part of this clubs community service and outreach. The ECBF provides the Escambia Bay Homebrewers an opportunity to showcase our love and knowledge of the brewing arts. In order for this club to live up to our goals as stated in these By-Laws we feel strongly in the community building and service opportunities provided by the ECBF, therefore all members should participate in this activity.
- Unless otherwise arranged prior to the ECBF by contacting the Board, membership is contingent on selling five (5) tickets to and volunteering at the ECBF, this will cover dues for the following membership year. Members not completing these two activities will be subject to a membership review by the board. The board will determine if membership should be terminated or if a probationary status given with the payment of \$250 to cover membership for the remainder of the membership year.

## **ARTICLE X DISPOSAL OF CLUB ASSETS**

### **Section 1. Dissolution.**

- In the event of dissolution of the Escambia Bay Homebrewers, the assets will be distributed as determined by the Board of Directors.

## **ARTICLE XI BY-LAWS AMENDMENT**

### **Section 1. Amendments.**

- These By-Laws may be amended at any time by a Two-Thirds (2/3) vote of the Board of Directors.
- The proposed amendment shall be submitted in writing to the Chairman of the Board of Directors, in final form with a minimum of 2 signatures of Members in good standing.
- Upon approval, the Amendment shall be published in writing, signed by the President and attested to by the Secretary.

## **ARTICLE XII GOVERNING LAW**

### **Section 1. Legal.**

- Unless otherwise specified in these By-Laws to the contrary, matters concerning the operations of the EBH shall be handled in accordance with Chapter 607 and 621 of the Florida Statutes (Corporations For-Profit).